

DECLARATION AND POWER OF ATTORNEY

As a below-named inventor, I hereby declare that:
My residence, post office address and citizenship
are as stated below next to my name.

I believe I am the original, first and sole
inventor (if only one name is listed below) or an
original, first and joint inventor (if plural names are
listed below) of the subject matter which is claimed
and for which a patent is sought on the invention
entitled "INTERNET ADVERTISEMENT SYSTEM AND METHOD",
the specification of which is attached hereto and is
identified by Attorney's Docket No. BGE-1.


I hereby state that I have reviewed and understand
the contents of the above-identified specification,
including the claims.

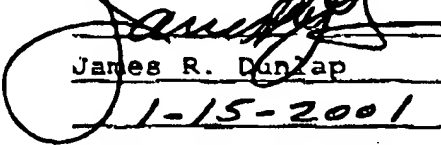
I acknowledge the duty to disclose information
which is material to the examination of this
application in accordance with Title 37, Code of
Federal Regulations, Section 1.56(a).

I hereby appoint Pandiscio & Pandiscio, a firm
composed of Nicholas A. Pandiscio, Registration No.
17293, Mark J. Pandiscio, Registration No. 30883, Scott
R. Foster, Registration No. 20570, and James A.
Sheridan, Registration No. 43114, or any of them, of 470
Totten Pond Road, Waltham, Massachusetts 02451-1914,
(Telephone No. 781-290-0060), my attorneys with full
power of substitution and revocation, to prosecute this


application and to transact all business in the Patent Office connected therewith.

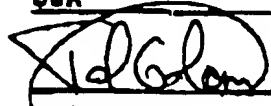
I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

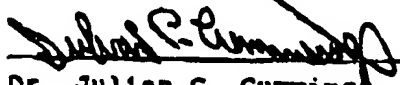
Inventor's signature: 
Inventor's full name: Timothy K. Doherty
Date: 1-15-2001
Residence: 2700 Peterson Pl., #21A
Costa Mesa, CA 92626
Post Office Address: same
Citizenship: USA

Inventor's signature: 
Inventor's full name: James R. Dunlap
Date: 1-15-2001
Residence: 9 Ash Via, Anaheim, CA 92801
Post Office Address: same
Citizenship: USA

- 33 -

Inventor's signature: 
Inventor's full name: John R. Petersen
Date: 1-16-01
Residence: 15871 Sherbeck Lane
Huntington Beach, CA 92647
Post Office Address: same
Citizenship: USA

Inventor's signature: 
Inventor's full name: Tal Golan
Date: 1-16-01
Residence: 280 E. Wilson St.
Costa Mesa, CA 92627
Post Office Address: same
Citizenship: USA

Inventor's signature: 
Inventor's full name: Dr. Julian C. Cummings
Date: 1/16/01
Residence: 415 Townsquare Ln., #309
Huntington Beach, CA 92648
Post Office Address: same
Citizenship: USA

30/1001.400

BGE-1

09754506-044504